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## **WISON ENGINEERING SERVICES CO. LTD.**

**惠生工程技術服務有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2236)**

### **RENEWAL OF CONTINUING CONNECTED TRANSACTIONS**

The Board announces that on December 16, 2019, Wison Engineering (an indirect wholly-owned subsidiary of the Company), as landlord, entered into the 2020 Wison Marine Property Leasing Agreement with Wison Marine (an indirect subsidiary of Wison Holding, a controlling shareholder of the Company), as tenant, to renew the lease in relation to certain premises located at 5th Floor of Block A at the New Wison Complex, with gross floor area of 2,000 square metres for a monthly rental of RMB334,583.

On the same date, Wison Engineering entered into the 2020 Wison Marine Supplemental Agreement with Wison Marine in relation to the provision of property management services by Wison Engineering for the subject premises under the 2020 Wison Marine Property Leasing Agreement for a monthly comprehensive park management fee of RMB50,000. Pursuant to the 2020 Wison Marine Supplemental Agreement, Wison Marine may rent the conference facilities at the New Wison Complex at a charge of RMB1,500 to RMB5,000 per day depending on the size of the conference rooms. Also, pursuant to the 2020 Wison Marine Supplemental Agreement, an electricity fee of RMB1.20 per unit of consumption is payable by Wison Marine to Wison Engineering.

Each of the 2020 Wison Marine Property Leasing Agreement and the 2020 Wison Marine Supplemental Agreement shall be for a term of one year commencing from January 1, 2020 and expiring on December 31, 2020. In the event that the 2020 Wison Marine Property Leasing Agreement is terminated prior to the expiry of its term, the 2020 Wison Marine Supplemental Agreement shall be terminated simultaneously.

## **LISTING RULES IMPLICATIONS AND ANNUAL CAP**

Wison Holding is a controlling shareholder of the Company which is indirectly interested in approximately 75.82% of the total issued share capital of the Company as at the date of this announcement. Hence, Wison Holding is a connected person of the Company. As Wison Marine is an indirect subsidiary of Wison Holding, Wison Marine is also a connected person of the Company. Accordingly, the transactions contemplated under the 2020 Wison Marine Agreements constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Reference is made to the announcement of the Company dated December 14, 2018, where the Company announced that Wison Engineering (as landlord) had entered into (i) the 2019 Wison (China) Investment Agreements with Wison (China) Investment (an indirect subsidiary of Wison Holding) (as tenant) and (ii) the 2019 Wison Marine Agreements with Wison Marine (as tenant), to renew the leases in relation to certain premises at the New Wison Complex and for the provision of property management services by Wison Engineering for the subject premises. The term of the 2019 Wison (China) Investment Agreements expires on December 31, 2020 and the term of the 2019 Wison Marine Agreements expires on December 31, 2019.

Reference is also made to the announcement of the Company dated January 25, 2019, where the Company announced that Wison Engineering (as landlord) had entered into the Wison Marine Supplemental Property Leasing Agreement and the Wison Marine Further Supplemental Agreement with Wison Marine (as tenant) to amend certain terms of the lease in relation to certain premises at the New Wison Complex and for the provision of property management services by Wison Engineering for the subject premises under the 2019 Wison Marine Agreements, the term of which expires on December 31, 2019.

Reference is also made to the announcement of the Company dated February 28, 2019, where the Company announced that Wison Engineering (as landlord) had entered into the Wison (China) Investment First Additional Property Leasing Agreement and the Wison (China) Investment First Additional Supplemental Agreement with Wison (China) Investment (as tenant), in relation to the lease of certain premises located at the entire 3rd Floor of Block C at the New Wison Complex and for the provision of property management services by Wison Engineering for the subject premises, the term of which expires on March 31, 2021.

Reference is also made to the announcement of the Company dated June 21, 2019, where the Company announced that Wison Engineering (as landlord) had entered into the Wison (China) Investment Second Additional Property Leasing Agreement and the Wison (China) Investment Second Additional Supplemental Agreement with Wison (China) Investment (as tenant), in relation to the lease of certain premises located at Room 401, 4th Floor of Block C at the New Wison Complex and for the provision of property management services by Wison Engineering for the subject premises, the term of which expires on March 31, 2021.

As the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements were entered into between Wison Engineering (as landlord) and Wison (China) Investment (as tenant), and the subject premises are also located at the New Wison Complex, the transactions contemplated under the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements should be aggregated with the transactions contemplated under the 2020 Wison Marine Agreements for the purpose of calculating the applicable percentage ratios set out under Rule 14.07 of the Listing Rules. The amounts payable under these agreements for the years ending December 31, 2020 and December 31, 2021 (as applicable) are as follows:

	<b>For the Year Ending December 31,</b>	
	<b>2020</b>	<b>2021</b>
2020 Wison Marine Property Leasing Agreement	RMB4,014,996.00	Not applicable
2020 Wison Marine Supplemental Agreement		
— Comprehensive park management fees	RMB600,000.00	Not applicable
— Estimated charges for conference facilities <sup>(1)</sup>	RMB220,000.00	Not applicable
— Estimated electricity fees <sup>(1)</sup>	RMB36,000.00	Not applicable
Sub-total for 2020 Wison Marine Supplemental Agreement	RMB856,000.00	Not applicable
Wison (China) Investment Second Additional Property Leasing Agreement	RMB927,027.00	RMB231,756.75
Wison (China) Investment Second Additional Supplemental Agreement	RMB127,800.00	RMB31,950.00
Wison (China) Investment First Additional Property Leasing Agreement	RMB6,070,512.00	RMB1,517,628.00
Wison (China) Investment First Additional Supplemental Agreement	RMB1,801,140.00	RMB450,285.00
2019 Wison (China) Investment Property Leasing Agreement	RMB15,224,880.00	Not applicable
2019 Wison (China) Investment Supplemental Agreement	RMB2,275,200.00	Not applicable
	<b><u>RMB31,297,555.00</u></b>	<b><u>RMB2,231,619.75</u></b>

*Note:*

- (1) The estimated charges for conference facilities and the estimated electricity fees are based on the estimated usage of conference facilities and the estimated electricity consumption usage, respectively, by Wison Marine under the 2020 Wison Marine Supplemental Agreement.

The aggregate amount payable under the 2020 Wison Marine Agreements, the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements are expected not to exceed RMB32,000,000 for the year ending December 31, 2020. Accordingly, such amount has been set as the annual cap for the aggregate amounts payable under the 2020 Wison Marine Agreements, the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements for the year ending December 31, 2020. As the term of the 2020 Wison Marine Agreements expires on December 31, 2020, the annual cap of RMB3,000,000 for the aggregate amount payable under the Wison (China) Investment Second Additional Agreements and the Wison (China) Investment First Additional Agreements as previously disclosed in the Company's announcement dated June 21, 2019 remains unchanged.

Since one or more of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules in respect of the annual cap for (i) the amounts payable by Wison Marine under the 2020 Wison Marine Agreements and (ii) the amounts payable by Wison (China) Investment under the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements, on an aggregate basis, is above 0.1% but below 5%, the transactions contemplated thereunder are only subject to the reporting, annual review and announcement requirements set out in the Listing Rules but are exempt from the independent shareholders' approval requirement under the Listing Rules.

## **BACKGROUND**

Reference is made to the announcements of the Company dated December 14, 2018 and January 25, 2019, where the Company announced that, among other things, Wison Engineering entered into the 2019 Wison Marine Agreements (as amended) with Wison Marine in relation to certain premises at the New Wison Complex and for the provision of property management services by Wison Engineering for the subject premises, the term of which expires on December 31, 2019.

The Board announces that on December 16, 2019, Wison Engineering, as landlord, entered into the 2020 Wison Marine Property Leasing Agreement with Wison Marine, as tenant, to renew the lease under the 2019 Wison Marine Property Leasing Agreement (as amended) in relation to certain premises located at 5th Floor of Block A at the New Wison Complex. On the same date, Wison Engineering entered into the 2020 Wison Marine Supplemental Agreement with Wison Marine in relation to the provision of property management services by Wison Engineering for the subject premises under the 2020 Wison Marine Property Leasing Agreement.

## **THE 2020 WISON MARINE AGREEMENTS**

### **The 2020 Wison Marine Property Leasing Agreement**

- Date:** December 16, 2019
- Parties:** (i) Wison Engineering, as landlord  
(ii) Wison Marine, as tenant
- Leased Properties:** Certain premises located at 5th Floor of Block A at the New Wison Complex, with a gross floor area of 2,000 square metres.
- Term:** Commencing from January 1, 2020 and expiring on December 31, 2020. Wison Marine may terminate the agreement before the expiry of its term by giving a two months' written notice to Wison Engineering and paying a default payment equivalent to three months' rental to Wison Engineering. Wison Marine may by giving Wison Engineering a two months' written notice before the expiry of the term of the agreement, requesting for the renewal of the lease. Wison Engineering and Wison Marine shall enter into a property leasing agreement for such renewal.
- Rental:** RMB334,583 per month (equivalent to a daily rental of approximately RMB5.50 per square metre), payable in cash in advance on a monthly basis and exclusive of comprehensive park management fees, electricity fees and charges for conference facilities.
- The rental was determined with reference to the prevailing market rates of rentals for comparable properties as of the date of the agreement, and the rental payable remains the same as that under the 2019 Wison Marine Property Leasing Agreement (as amended).
- Usage:** Office

## **The 2020 Wison Marine Supplemental Agreement**

On December 16, 2019, Wison Engineering entered into the 2020 Wison Marine Supplemental Agreement with Wison Marine, pursuant to which Wison Engineering shall provide property management services for the subject premises under the 2020 Wison Marine Property Leasing Agreement.

Pursuant to the 2020 Wison Marine Supplemental Agreement, Wison Marine shall pay to Wison Engineering comprehensive park management fees of RMB50,000 per month, which shall be payable in cash in advance on a monthly basis. The comprehensive park management fees payable under the 2020 Wison Marine Supplemental Agreement was determined with reference to market rates, and the fees payable remain the same as that under the 2019 Wison Marine Supplemental Agreement (as amended).

Pursuant to the 2020 Wison Marine Supplemental Agreement, Wison Marine may rent the conference facilities at the New Wison Complex at a charge of RMB1,500 to RMB5,000 per day depending on the size of the conference rooms. The actual amount payable will depend on the actual usage and will be settled in cash on a monthly basis. The charges for conference facilities were determined with reference to market rates and are the same as Wison Engineering charges the other independent third party tenants.

Also, pursuant to the 2020 Wison Marine Supplemental Agreement, an electricity fee of RMB1.20 per unit of consumption is payable by Wison Marine to Wison Engineering. The actual amount payable will depend on Wison Marine's actual electricity consumption usage and will be settled in cash on a monthly basis. The electricity fee was determined with reference to the national electricity price of the PRC.

Each of the 2020 Wison Marine Property Leasing Agreement and the 2020 Wison Marine Supplemental Agreement shall be for a term of one year commencing from January 1, 2020 and expiring on December 31, 2020. In the event that the 2020 Wison Marine Property Leasing Agreement is terminated prior to the expiry of its term, the 2020 Wison Marine Supplemental Agreement shall be terminated simultaneously.

## ANNUAL CAP

As the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements were entered into between Wison Engineering (as landlord) and Wison (China) Investment (as tenant), and the subject premises are also located at the New Wison Complex, the transactions contemplated under the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements should be aggregated with the transactions contemplated under the 2020 Wison Marine Agreements for the purpose of calculating the applicable percentage ratios set out under Rule 14.07 of the Listing Rules. The amounts payable under these agreements for the years ending December 31, 2020 and December 31, 2021 (as applicable) are as follows:

	For the Year Ending December 31,	
	2020	2021
2020 Wison Marine Property Leasing Agreement	RMB4,014,996.00	Not applicable
2020 Wison Marine Supplemental Agreement		
— Comprehensive park management fees	RMB600,000.00	Not applicable
— Estimated charges for conference facilities <sup>(1)</sup>	RMB220,000.00	Not applicable
— Estimated electricity fees <sup>(1)</sup>	RMB36,000.00	Not applicable
Sub-total for 2020 Wison Marine Supplemental Agreement	RMB856,000.00	Not applicable
Wison (China) Investment Second Additional Property Leasing Agreement	RMB927,027.00	RMB231,756.75
Wison (China) Investment Second Additional Supplemental Agreement	RMB127,800.00	RMB31,950.00
Wison (China) Investment First Additional Property Leasing Agreement	RMB6,070,512.00	RMB1,517,628.00
Wison (China) Investment First Additional Supplemental Agreement	RMB1,801,140.00	RMB450,285.00
2019 Wison (China) Investment Property Leasing Agreement	RMB15,224,880.00	Not applicable
2019 Wison (China) Investment Supplemental Agreement	<u>RMB2,275,200.00</u>	<u>Not applicable</u>
	<b><u>RMB31,297,555.00</u></b>	<b><u>RMB2,231,619.75</u></b>

*Note:*

- (1) The estimated charges for conference facilities and the estimated electricity fees are based on the estimated usage of conference facilities and the estimated electricity consumption usage, respectively, by Wison Marine under the 2020 Wison Marine Supplemental Agreement.



The aggregate amount payable under the 2020 Wison Marine Agreements, the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements are expected not to exceed RMB32,000,000 for the year ending December 31, 2020. Accordingly, such amount has been set as the annual cap for the aggregate amounts payable under the 2020 Wison Marine Agreements, the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements for the year ending December 31, 2020. As the term of the 2020 Wison Marine Agreements expires on December 31, 2020, the annual cap of RMB3,000,000 for the aggregate amount payable under the Wison (China) Investment Second Additional Agreements and the Wison (China) Investment First Additional Agreements as previously disclosed in the Company's announcement dated June 21, 2019 remains unchanged.

The aggregate amount of the rental and comprehensive park management fees payable by Wison Marine under the 2019 Wison Marine Agreements, as amended, is RMB4,711,145.80 and as of the date hereof the relevant annual cap for the year ending December 31, 2019 has not been exceeded.

#### **REASONS FOR AND BENEFITS OF THE ENTERING INTO OF THE 2020 WISON MARINE AGREEMENTS**

The construction of the New Wison Complex was completed in October 2013. Located at No. 699 Zhongke Road, Pudong New District, Shanghai, PRC, the New Wison Complex is in the middle section of Zhangjiang Hi-Tech Park at the north side of off-ramp exit of the Jinke Road of the Central Line, adjacent to the Zhongke Road Metro Station of the Line 13. The New Wison Complex has a total of 5 blocks with a total gross floor area of 126,703 square metres. The net carrying amount of the New Wison Complex as at June 30, 2019 was approximately RMB836.011 million. Wison Engineering is the legal owner of the New Wison Complex. The Group occupies certain premises at the New Wison Complex as its offices. For the premises that are not occupied by the Group, Wison Engineering would put them for lease in the market so as to better utilise the Group's assets and to generate returns for the Group.

In view that the rental payable under the 2020 Wison Marine Property Leasing Agreement and the comprehensive park management fees, electricity fees and charges for conference facilities payable under the 2020 Wison Marine Supplemental Agreement, in each case, reflect prevailing market rates, the Directors (including the independent non-executive Directors but excluding Ms. Rong Wei who has abstained from voting) are of the view that the entering into of the 2020 Wison Marine Property Leasing Agreement and the 2020 Wison Marine Supplemental Agreement is in the interests of the Company and its shareholders as a whole.



As Ms. Rong Wei is a director and vice president of Wison Holding, Ms. Rong Wei has abstained from voting on the Board resolution approving the 2020 Wison Marine Agreements and the proposed annual cap.

The Directors (including independent non-executive Directors but excluding Ms. Rong Wei who has abstained from voting) are of the view that the 2020 Wison Marine Agreements were entered into after arm's length negotiation between Wison Engineering and Wison Marine and in the ordinary and usual course of business of the Group, reflect normal commercial terms and the terms as well as the proposed annual cap for the transactions thereunder are fair and reasonable.

## **GENERAL INFORMATION**

The Company is an investment holding company. The principal activity of the Group is the provision of chemical engineering, procurement and construction management, or EPC, services. The Group provides a broad range of integrated services spanning the project life cycle from feasibility studies, consulting services, provision of proprietary technologies, design, engineering, raw materials and equipment procurement and construction management to maintenance and after-sale technical support. Wison Engineering is the principal operating subsidiary of the Company.

Wison Marine is principally engaged in research and development in marine engineering and systems in relation to offshore wind power.

## **LISTING RULES IMPLICATIONS**

Wison Holding is a controlling shareholder of the Company which is indirectly interested in approximately 75.82% of the total issued share capital of the Company as at the date of this announcement. Hence, Wison Holding is a connected person of the Company. As Wison Marine is an indirect subsidiary of Wison Holding, Wison Marine is also a connected person of the Company. Accordingly, the transactions contemplated under the 2020 Wison Marine Agreements constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Since one or more of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules in respect of the annual cap for (i) the amounts payable by Wison Marine under the 2020 Wison Marine Agreements and (ii) the amounts payable by Wison (China) Investment under the Wison (China) Investment Second Additional Agreements, the Wison (China) Investment First Additional Agreements and the 2019 Wison (China) Investment Agreements, on an aggregate basis, is above 0.1% but below 5%, the transactions contemplated thereunder are only subject to the reporting, annual review and announcement requirements set out in the Listing Rules but are exempt from the independent shareholders' approval requirement under the Listing Rules.

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“2019 Wison (China) Investment Agreements”	collectively, the 2019 Wison (China) Investment Property Leasing Agreement and the 2019 Wison (China) Investment Supplemental Agreement
“2019 Wison (China) Investment Property Leasing Agreement”	the property leasing agreement dated December 14, 2018 and entered into between Wison Engineering as landlord and Wison (China) Investment as tenant in relation to certain premises located at Block A at the New Wison Complex
“2019 Wison (China) Investment Supplemental Agreement”	the supplemental agreement to the 2019 Wison (China) Investment Property Leasing Agreement dated December 14, 2018 and entered into between Wison Engineering and Wison (China) Investment
“2019 Wison Marine Agreements”	collectively, the 2019 Wison Marine Property Leasing Agreement and the 2019 Wison Marine Supplemental Agreement
“2019 Wison Marine Property Leasing Agreement”	the property leasing agreement dated December 14, 2018 and entered into between Wison Engineering as landlord and Wison Marine as tenant in relation to certain premises at the New Wison Complex, as amended by the Wison Marine Supplemental Property Leasing Agreement
“2019 Wison Marine Supplemental Agreement”	the supplemental agreement to the 2019 Wison Marine Property Leasing Agreement dated December 14, 2018 and entered into between Wison Engineering and Wison Marine, as amended by the Wison Marine Further Supplemental Agreement
“2020 Wison Marine Agreements”	collectively, the 2020 Wison Marine Property Leasing Agreement and the 2020 Wison Marine Supplemental Agreement
“2020 Wison Marine Property Leasing Agreement”	the property leasing agreement dated December 16, 2019 and entered into between Wison Engineering as landlord and Wison Marine as tenant in relation to certain premises located at 5th Floor of Block A at the New Wison Complex
“2020 Wison Marine Supplemental Agreement”	the supplemental agreement to the 2020 Wison Marine Property Leasing Agreement dated December 16, 2019 and entered into between Wison Engineering and Wison Marine
“Board”	the board of Directors of the Company

“Company”	Wisun Engineering Services Co. Ltd. (惠生工程技術服務有限公司), an exempted company with limited liability incorporated in the Cayman Islands whose issued shares are listed on the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“New Wisun Complex”	the premises located at No. 699 Zhongke Road, Pudong New District, Shanghai, PRC
“PRC”	the People’s Republic of China which, for the purpose of this announcement only, excludes the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Wisun (China) Investment”	Wisun (China) Holding Company (惠生(中國)投資有限公司), a company established in the PRC with limited liability, and an indirect subsidiary of Wisun Holding
“Wisun (China) Investment First Additional Agreements”	collectively, the Wisun (China) Investment First Additional Property Leasing Agreement and the Wisun (China) Investment First Additional Supplemental Agreement
“Wisun (China) Investment First Additional Property Leasing Agreement”	the property leasing agreement dated February 28, 2019 and entered into between Wisun Engineering as landlord and Wisun (China) Investment as tenant in relation to certain premises located at Block C at the New Wisun Complex
“Wisun (China) Investment First Additional Supplemental Agreement”	the supplemental agreement to the Wisun (China) Investment First Additional Property Leasing Agreement dated February 28, 2019 and entered into between Wisun Engineering and Wisun (China) Investment
“Wisun (China) Investment Second Additional Agreements”	collectively, the Wisun (China) Investment Second Additional Property Leasing Agreement and the Wisun (China) Investment Second Additional Supplemental Agreement

“Wison (China) Investment Second Additional Property Leasing Agreement”	the property leasing agreement dated June 21, 2019 and entered into between Wison Engineering as landlord and Wison (China) Investment as tenant in relation to certain premises located at Room 401, 4th Floor, Block C at the New Wison Complex
“Wison (China) Investment Second Additional Supplemental Agreement”	the supplemental agreement to the Wison (China) Investment Second Additional Property Leasing Agreement dated June 21, 2019 and entered into between Wison Engineering and Wison (China) Investment
“Wison Engineering”	Wison Engineering Ltd. (惠生工程(中國)有限公司), a company established in the PRC with limited liability, and an indirect wholly-owned subsidiary of the Company
“Wison Holding”	Wison Group Holding Limited (惠生控股(集團)有限公司), a company incorporated in the British Virgin Islands with limited liability, and a controlling shareholder of the Company
“Wison Marine”	Shanghai Wison Offshore & Marine Co., Ltd. (上海惠生海洋工程有限公司), a company established in the PRC with limited liability, and an indirect subsidiary of Wison Holding
“Wison Marine Further Supplemental Agreement”	the further supplemental agreement to the 2019 Wison Marine Supplemental Agreement dated January 25, 2019 and entered into between Wison Engineering and Wison Marine
“Wison Marine Supplemental Property Leasing Agreement”	the supplemental agreement to the 2019 Wison Marine Property Leasing Agreement dated January 25, 2019 and entered into between Wison Engineering and Wison Marine
“%”	per cent.

By Order of the Board  
**Wison Engineering Services Co. Ltd.**  
**Rong Wei**  
*Executive Director and Chief Executive Officer*

Hong Kong, December 16, 2019

*As at the date of this announcement, the executive Directors of the Company are Ms. Rong Wei, Mr. Zhou Hongliang, Mr. Li Zhiyong and Mr. Dong Hua; and the independent non-executive Directors are Mr. Lawrence Lee, Mr. Tang Shisheng and Mr. Feng Guohua.*